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*Attorneys for BOKF, N.A.,
as Convertible Notes Indenture Trustee*

**UNITED STATES BANKRUPTCY COURT
SOUTHERN DISTRICT OF NEW YORK**

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In re	:	Chapter 11 Case No.
SUNEDISON, INC., <i>et al.</i>,¹	:	16-10992 (SMB)
Debtors.	:	(Jointly Administered)

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¹ The Debtors in these chapter 11 cases, along with the last four digits of each Debtor's tax identification number are as follows: SunEdison, Inc. (5767); SunEdison DG, LLC (N/A); SUNE Wind Holdings, Inc. (2144); SUNE Hawaii Solar Holdings, LLC (N/A); First Wind Solar Portfolio, LLC (5014); First Wind California Holdings, LLC (7697); SunEdison Holdings Corporation (8669); SunEdison Utility Holdings, Inc. (2826); SunEdison International, Inc. (4551); SUNE ML 1, LLC (3132); MEMC Pasadena, Inc. (5238); Solaicx (1969); SunEdison Contracting, LLC (3819); NVT, LLC (5370); NVT Licenses, LLC (5445); Team- Solar, Inc. (7782); SunEdison Canada, LLC (6287); Enflex Corporation (5515); Fotowatio Renewable Ventures, Inc. (1788); Silver Ridge Power Holdings, LLC (5886); SunEdison International, LLC (1567); Sun Edison LLC (1450); SunEdison Products Singapore Pte. Ltd. (7373); SunEdison Residential Services, LLC (5787); PVT Solar, Inc. (3308); SEV Merger Sub Inc. (N/A).

NOTICE OF APPEARANCE AND REQUEST FOR SERVICE OF PAPERS

PLEASE TAKE NOTICE that BOKF, N.A., as Indenture Trustee (the “Indenture Trustee”) with respect to the (i) 2.00% convertible unsecured notes due 2018, (ii) 0.25% convertible unsecured notes due 2020, (iii) 2.75% convertible unsecured notes due 2021, (iv) 2.375% convertible unsecured notes due 2022, (v) 2.625% convertible unsecured notes due 2023, and (vi) 3.375% convertible unsecured notes due 2025 (collectively, the “Convertible Unsecured Notes”), issued by SunEdison, Inc. (“SunEdison”), is a party in interest in the above-captioned chapter 11 cases (the “Chapter 11 Cases”) and hereby enters its appearance by its counsel, White & Case LLP. The Indenture Trustee requests, pursuant to Rules 2002, 9007, and 9010 of the Federal Rules of Bankruptcy Procedure (the “Bankruptcy Rules”) and sections 102(1), 342, and 1109(b) of title 11 of the United States Code (the “Bankruptcy Code”), that all notices given or required to be given and all papers served or required to be served in any one or more of these Chapter 11 Cases be also given to and served on:

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—and—

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PLEASE TAKE FURTHER NOTICE that pursuant to section 1109(b) of the Bankruptcy Code, the foregoing requests apply to and include not only the notices and papers referenced in the Bankruptcy Rules and Bankruptcy Code, but also include, without limitation, all orders, notices and pleadings relating to any application, motion, petition, objection, pleading, request, complaint or demand, whether formal or informal, whether written or oral, and whether transmitted or conveyed by mail, telephone, courier services, hand delivery, facsimile transmission, electronic mail, telex or otherwise that: (1) affects, or seeks to affect, or may potentially affect in any way, any rights or interests of any creditor or party-in-interest in these Chapter 11 Cases; (2) affects, or seeks to affect (a) the above-captioned Debtors and/or their estates or (b) property or proceeds thereof in the possession, custody, or control of others that any of the Debtors or their estates may seek to use; or (3) requires or seeks to require any act, delivery of any property, payment or other conduct by the Indenture Trustee.

PLEASE TAKE FURTHER NOTICE that the Indenture Trustee does not, by filing this Notice of Appearance and Request for Service of Papers or any subsequent appearance, pleading, claim or suit, submit to the jurisdiction of the Bankruptcy Court or intend that this Notice of Appearance and Request for Service of Papers constitutes a waiver of any of its rights: (i) to have final orders in non-core matters entered only after *de novo* review by a District Judge; (ii) to trial by jury in any proceeding so triable in these Chapter 11 Cases, or any controversy or proceeding related to these Chapter 11 Cases; (iii) to have the District Court withdraw the reference in any matter subject to mandatory or discretionary withdrawal; or (iv) any other

rights, claims, actions, setoffs or recoupments to which the Indenture Trustee may be entitled, in law or in equity, all of which rights, claims, actions, defenses, setoffs or recoupments the Indenture Trustee expressly reserves.

Dated: New York, New York
May 31, 2016

By: /s/ J. Christopher Shore

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